



BellSouth Telecommunications, Inc.
Suite 2101
333 Commerce Street
Nashville, Tennessee 37201-3300

615 214-6301
Fax 615 214-7406

REC'D TH
REGULATORY AUTH.

'99 JUN 29 PM 3 58
June 16, 1999

Guy M. Hicks
General Counsel

OFFICE OF THE
EXECUTIVE SECRETARY

Mr. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

99-00468

Re: Approval of the Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. and Sterling International Funding, Inc. d/b/a RECONEX Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.
Docket No. 97-01362

Dear Mr. Waddell:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Sterling International Funding, Inc. d/b/a RECONEX and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and thirteen copies of the attached Petition for Approval of the Amendment to the Resale Agreement dated May 16, 1997. The Amendment changes the name of Sterling International Funding, Inc. d/b/a RECONEX to 1-800-RECONEX, Inc.

Thank you for your attention to this matter.

Sincerely yours,

1-800-RECONEX, Inc.

BELLSOUTH TELECOMMUNICATIONS,
INC.

BY: _____

William Braun
2500 Industrial Avenue
Hubbard, OR 97032

BY: _____

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300

REC'D TO **BELLSOUTH**
REGULATORY AUTH.

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Thank you for your attention to this matter.

Sincerely yours,

1-800-RECONEX, Inc.

BELLSOUTH TELECOMMUNICATIONS,
INC.

BY:


William Braun
2500 Industrial Avenue
Hubbard, OR 97032

BY:


Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

REC'D TH
REGULATORY AUTH.

In re:

*Approval of the Amendment to the Resale Agreement Negotiated by BellSouth
Telecommunications, Inc. and Sterling International Funding, Inc. d/b/a RECONEX
Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. ~~97-01362~~

99-00468

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RECONEX
EXECUTIVE SECRETARY

**PETITION FOR APPROVAL OF THE
AMENDMENT TO THE RESALE AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND STERLING INTERNATIONAL FUNDING, INC. D/B/A RECONEX
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, Sterling International Funding, Inc. d/b/a RECONEX ("RECONEX") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Resale Agreement (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, RECONEX and BellSouth state the following:

1. RECONEX and BellSouth have successfully negotiated an agreement for the resale of BellSouth's telecommunications services to RECONEX. The Resale Agreement was approved by the Tennessee Regulatory Authority ("TRA") on September 9, 1997. The parties have recently negotiated an amendment to the Resale Agreement. The Amendment changes the name of RECONEX to 1-800-RECONEX, Inc. A copy of the Amendment is attached hereto and incorporated herein by reference.

2. Pursuant to Section 252(e) of the Telecommunications Act of 1996, RECONEX and BellSouth are submitting their Amendment to the TRA for its consideration and approval.

3. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and RECONEX within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

4. RECONEX and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

RECONEX and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 28th day of June, 1999.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

By: 

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

1-800 – RECONEX, Inc.

By: _____

William Braun
2500 Industrial Avenue
Hubbard, OR 97032
Vice President – Operations
for RECONEX

6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

RECONEX and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

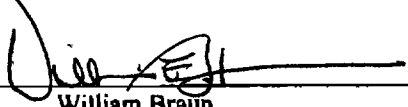
This 17th day of June, 1999.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

By: _____
Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

1-800 - RECONEX, Inc.

By:  _____
William Braun
2500 Industrial Avenue
Hubbard, OR 97032
Vice President - Operations
for RECONEX

**Amendment No. 1
To Resale Agreement Between
BellSouth Telecommunications, Inc.
and Sterling International Funding, Inc. d/b/a RECONEX
Dated May 16, 1997**

Pursuant to this Agreement (the "Amendment"), BellSouth Telecommunications, Inc. ("BellSouth or Company") and Sterling International Funding, Inc. d/b/a RECONEX ("RECONEX") hereinafter referred to collectively as the "Parties" hereby agree to amend that certain Resale Agreement between the Parties dated May 16, 1997. ("Resale Agreement").

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, BellSouth and RECONEX hereby covenant and agree as follows:

1. The Resale Agreement is hereby amended to reflect RECONEX's change of name from Sterling International Funding, Inc. d/b/a RECONEX to 1-800-RECONEX, Inc. ("RECONEX").
2. Section XVII, Notices, of the Resale Agreement is amended to reflect new mailing addresses for both RECONEX and BellSouth as follows:

If to RECONEX:

1-800-RECONEX, Inc.
2500 Industrial Avenue
P. O. Box 9
Hubbard, Oregon 97032

If to BellSouth:

CLEC Account Team
9th Floor
600 North 19th Street
Birmingham, AL 35203

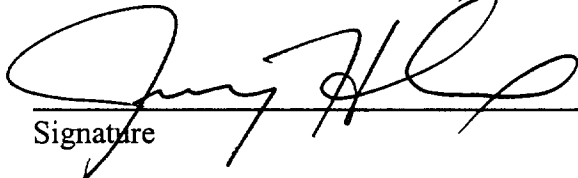
and

General Attorney – COU
Suite 4300
675 W. Peachtree Street, N.E.
Atlanta, GA 30375

3. All of the other provisions of the Resale Agreement, dated May 16, 1997, shall remain in full force and effect.
4. Either or both of the Parties is authorized to submit this Amendment to the applicable state commission(s) or other regulatory body having jurisdiction over the subject matter of this Amendment, for approval subject to Section 252(e) of the federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

BellSouth Telecommunications, Inc.



Signature

Jerry D. Hendrix
Printed Name

Director-Interconnection Services
Title

3/5/99
Date

1-800-RECONEX, Inc.



Signature

William E. Braun
Printed Name

General Counsel
Title

2/25/99
Date